

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:
	:
MOTORS LIQUIDATION COMPANY, <i>et al.</i> ,	:
f/k/a General Motors Corp., <i>et al.</i>	:
	:
Debtors.	:
	:
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Chapter 11 Case No.
09-50026 (REG)
(Jointly Administered)

ESTIMATION ORDER

On July 16, 2010, Motors Liquidation Company (f/k/a General Motors Corporation)¹ and its affiliated debtors, as debtors in possession (collectively, the “**Debtors**”), filed their Motion of Debtors For Entry of Order Pursuant to Fed. R. Bankr. P. 9019 and Fed. R. Civ. P. 23 Approving Agreement Resolving Proof of Claim No. 44887 and Implementing Class Settlement (the “**Motion**”), for entry of an order approving agreement resolving Proof of Claim No. 44887 and implementing class settlement (the “**Agreement**”), attached to the Motion as **Exhibit “A”**, between the Debtors, Plaintiff Donna Soders (“**Soders**”), on behalf of herself and all others similarly situated (the “**Soders Class**”), and RodaNast P.C. (“**RodaNast**,” and together with the Debtors, Soders, and the Soders Class, the “**Parties**”), as more fully set forth in the Motion; and due and proper notice of the Motion having been provided, and it appearing that no other or further notice need be provided; and the Court having found and determined that the relief sought in the Motion is in the best interests of the Debtors, their estates, creditors, and all parties in interest; and that the legal and factual bases set forth in the Motion establish just cause

¹ Capitalized terms used herein and not otherwise defined herein shall have the meanings ascribed to such terms in the Motion.

for the relief granted herein; and after due deliberation and sufficient cause appearing therefore,
it is

ORDERED that the Motion is granted as provided herein with respect to the
estimation of the Soders Proof of Claim; and it is further

ORDERED that pursuant to 11 U.S.C. § 502(c)(3), the Soders Proof of Claim
shall be estimated in the amount of \$1,522,824.92 (the “**Estimated Amount**”) for all purposes,
including for Plan confirmation and establishing reserves for distribution until such time as the
Soders Proof of Claim is allowed pursuant to the Agreement and approval of this Court. In no
event shall the Soders Proof of Claim be allowed in excess of the Estimated Amount; and it is
further

ORDERED that this Court shall retain jurisdiction to hear and determine all
matters arising from or related to the implementation, interpretation and/or enforcement of this
Order.

Dated: New York, New York
[____], 2010

United States Bankruptcy Judge